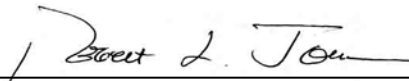


ENTERED

TAWANA C. MARSHALL, CLERK
THE DATE OF ENTRY IS
ON THE COURT'S DOCKET



The following constitutes the ruling of the court and has the force and effect therein described.



United States Bankruptcy Judge

Signed December 10, 2010

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
LUBBOCK DIVISION

In Re:

Zoo-Koncepts, LLC,

Debtor

§
§
§
§
§

Case No. 10-50552-rlj-11

Chapter 11

Hearing: December 9, 2010 @ 1:30 p.m.

**ORDER GRANTING DEBTOR'S SECOND EMERGENCY MOTION TO BORROW FUNDS
FROM XCEL LEASE AND TREAT SUCH FUNDS AS AN
ADMINISTRATIVE CLAIM**

Came to be consider the Second Emergency Motion to Borrow Funds from Xcel Lease and Treat Such Funds as an Administrative Claim filed by ZOO-KONCEPTS, LLC, the Debtor-in-Possession in the above referenced bankruptcy proceeding, and the Court having been informed that the Debtor is in urgent need to borrow an additional \$10,000.00 from Xcel Lease to fund its day-to-day operations, including ordering supplies and meeting payroll, and the Court having been further informed that American Bank of Commerce, Lubbock, Texas, the Debtor's secured lender holding a claim against the Debtor's accounts

receivable, is agreeable to the extension of the \$10,000.00 loan from Xcel Lease to the Debtor so long as Xcel Lease is paid only after the claims of American Bank of Commerce and any other claims with a security interest against the Debtor's accounts receivable have been fully satisfied, and the Court being of the opinion that the \$10,000.00 is necessary and would benefit the bankruptcy estate; It is therefore

ORDERED, ADJUDGED AND DECREED THAT

1. The Debtor is hereby authorized to execute any and all documents necessary to receive a loan from Xcel Lease in the amount of \$10,000.00.
2. The repayment of the \$10,000.00 to Xcel Lease from the Debtor shall not occur until after the claims of American Bank of Commerce and any other claims with a security interest against the Debtor's accounts receivable have been fully satisfied.
3. The \$10,000.00 loan from Xcel Lease shall be treated as an administrative claim pursuant to 11 U.S.C. Section 503, subject to all parties in interest to this case receiving twenty-four day notice to object to such treatment. Therefore, all creditors and parties in interest have until January 3, 2010 to file any objections to the treatment of the \$10,000.00 loan as an administrative claim according to the provisions of 11 U.S.C. Section 503. If any objections are timely filed, a hearing will be held before this court with notice given only to the objecting party.

END OF ORDER

Agreed to:

/s/ Jim Hund
Jim Hund
Hund, Krier, Wilkerson & Wright, P.C.
4021 84th Street
Lubbock, Texas 79423
806/783-8700
806/78308710 (fax)